

 **BELLSOUTH**
RECEIVED

BellSouth Telecommunications, Inc.
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Nashville, TN 37201-3300

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2003 MAY 21 PM 3:49

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May 19, 2003

VIA HAND DELIVERY

Hon. Sara Kyle
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and ALEC, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*

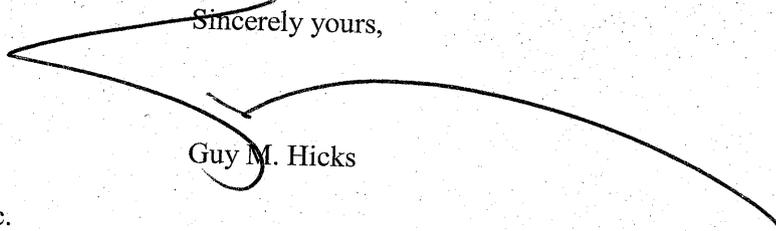
Docket No. 03-00360

Dear Chairman Kyle:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, ALEC, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated December 5, 2002. The Amendment adds ISP rates to the Agreement.

Thank you for your attention to this matter.

Sincerely yours,


Guy M. Hicks

cc: Phillip Patete, ALEC, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and ALEC, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

**PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND ALEC, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, ALEC, INC. ("ALEC") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated December 5, 2002 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, ALEC and BellSouth state the following:

1. ALEC and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to ALEC. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on March 3, 2003.
2. The parties have recently negotiated an Amendment to the Agreement which adds ISP rates to the Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.
3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, ALEC and BellSouth are submitting their Amendment to the TRA for its consideration and

approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and ALEC within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. ALEC and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

ALEC and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 20th day of May, 2003.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

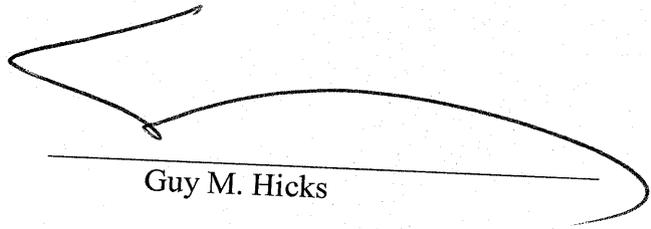
By: _____

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 25th day of MAY, 2003:

Phillip Patete
ALEC, Inc.
1101 Greenwood Boulevard
Second Floor
Lake Mary, Florida 32746



Guy M. Hicks

AMENDMENT
TO THE
AGREEMENT BETWEEN
ALEC, INC.
ALEC, INC. D/B/A VOLARIS TELECOM, INC
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED DECEMBER 5, 2002

Pursuant to this Amendment, (the "Amendment"), ALEC, Inc. in Alabama, Florida, Georgia, Mississippi, North Carolina, South Carolina and Tennessee and ALEC, Inc. d/b/a Volaris Telecom, Inc. in Kentucky ("ALEC"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated December 5, 2002 ("Agreement") and effective January 4, 2003.

WHEREAS, BellSouth and ALEC entered into the Agreement on December 5, 2002,

and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. Attachment 3, Exhibit A - Local Interconnection Rates are deleted in their entirety and replaced with the rates in Exhibit I of this Amendment, attached hereto and incorporated herein by this reference.
2. All of the other provisions of the Agreement, dated January 4, 2003, shall remain in full force and effect.
3. Intercarrier Compensation For Local Traffic and ISP-Bound Traffic rates shall be deemed effective as of January 4, 2003. Intercarrier Compensation for Local Transit Traffic and MTA Traffic, Local Interconnection (Call Transport and Termination) and Local Interconnection (Dedicated Transport) shall be deemed effective as of the date of the last signature executing this Amendment.
4. Either or both of the Parties is authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

BellSouth Telecommunications, Inc.

By: Pat CFA

Name: Elizabeth R. A. Shiroishi

Title: Director

Date: 04-11-03

ALEC, Inc.

ALEC, Inc. d/b/a Volaris Telecom, Inc.

By: Philip Patete

Name: Philip Patete

Title: Chief Technical Office

Date: 4-10-03

CATEGORY	RATE ELEMENTS	Inter in Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A	
					Rec	Nonrecurring		Nonrecurring Disconnect Add'l			Incremental Charge - Manual Order vs. Electronic-1st			
						First	Add'l							
LOCAL INTERCONNECTION - Alabama														
	LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)													
	INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC													
	Composite Rate for Local and ISP-Bound Traffic (January 4, 2003 through June 13, 2003)													
	Composite Rate for Local and ISP-Bound Traffic (June 14, 2003 through January 3, 2008)													
	LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)													
	TANDEM SWITCHING													
	Tandem Switching Function Per MOU													
	Multiple Tandem Switching, per MOU (applies to initial tandem only)													
	Tandem Intermediary Charge, per MOU*													
	* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.													
	TRUNK CHARGE													
	Installation Trunk Side Service - per DS0													
	Dedicated End Office Trunk Port Service-per DS0**													
	Dedicated End Office Trunk Port Service-per DS1**													
	Dedicated Tandem Trunk Port Service-per DS0**													
	Dedicated Tandem Trunk Port Service-per DS1**													
	** This rate element is recovered on a per MOU basis and is included in the End Office Switching and Tandem Switching, per MOU rate elements													
	COMMON TRANSPORT (Shared)													
	Common Transport - Per Mile, Per MOU													
	Common Transport - Facilities Termination Per MOU													
	LOCAL INTERCONNECTION (DEDICATED TRANSPORT)													
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT													
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Per Mile per month													
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Facility Termination per month													
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Termination per month													
	Interoffice Channel - Dedicated Transport - 56 kbps - per mile													
	Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month													
	Interoffice Channel - Dedicated Transport - 64 kbps - per mile													
	Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month													
	Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month													
	Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month													
	Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month													
	Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month													
	LOCAL CHANNEL - DEDICATED TRANSPORT													
	Local Channel - Dedicated - 2-Wire Voice Grade per month													
	Local Channel - Dedicated - 4-Wire Voice Grade per month													
	Local Channel - Dedicated - DS1 per month													
	Local Channel - Dedicated - DS3 per month													
	LOCAL INTERCONNECTION MID-SPAN MEET													
	NOTE: If Access service ride Mid-Span Meet, one-half the tariffed service Local Channel rate is applicable.													
	Local Channel - Dedicated - DS1 per month													
	Local Channel - Dedicated - DS3 per month													
	MULTIPLERS													
	Channelization - DS1 to DS0 Channel System													
	DS3 to DS1 Channel System per month													
	DS3 Interface Unit (DS1 COC) per month													

LOCAL INTERCONNECTION - Alabama

EXHIBIT 1

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR		Svc Order Submitted Manually per LSR		Attachment 3		Exhibit A	
							SOME	SOMAN	SOME	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
Notes: If no rate is identified in the contract, the rates, terms, and conditions for the specific service or function will be as set forth in applicable BellSouth tariff.														

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A	
						Nonrecurring		Disconnecting				Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						First	Add'l	First	Add'l						
LOCAL INTERCONNECTION - Florida															
	LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)														
	Composite Rate for Local and ISP-Bound Traffic (January 4, 2003 through June 13, 2003)														
	Composite Rate for Local and ISP-Bound Traffic (June 14, 2003 through January 3, 2008)														
	LOCAL INTERCONNECTION (CALL TRANSPORT AND MTA TRAFFIC TANDEM SWITCHING)														
	Tandem Switching Function Per MOU														
	Multiple Tandem Switching, per MOU (applies to initial tandem only)														
	Tandem Intermediary Charge, per MOU*														
	TRUNK CHARGE														
	Installation Trunk Side Service, per DSO														
	Dedicated End Office Trunk Port Service per DS0**														
	Dedicated End Office Trunk Port Service per DS1**														
	Dedicated Tandem Trunk Port Service per DS0**														
	Dedicated Tandem Trunk Port Service per DS1**														
	** This rate element is recovered on a per MOU basis and is included in the End Office Switching and Tandem Switching, per MOU rate element														
	COMMON TRANSPORT (Shared)														
	Common Transport - Per Mile, Per MOU														
	Common Transport - Facilities Termination Per MOU														
	LOCAL INTERCONNECTION (DEDICATED TRANSPORT)														
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT														
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Per Mile per month														
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Facility Termination per month														
	Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month														
	Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month														
	Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month														
	Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month														
	Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month														
	Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month														
	Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month														
	Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month														
	LOCAL CHANNEL - DEDICATED TRANSPORT														
	Local Channel - Dedicated - 2-Wire Voice Grade per month														
	Local Channel - Dedicated - 4-Wire Voice Grade per month														
	Local Channel - Dedicated - DS1 per month														
	Local Channel - Dedicated - DS3 Facility Termination per month														
	LOCAL INTERCONNECTION MID-SPAN MEET														
	Local Channel - Dedicated - DS1 per month														
	Local Channel - Dedicated - DS3 per month														
	MULTIPLEXERS														
	Channelization - DS1 to DSO Channel System														
	DS3 to DS1 Channel System per month														
	DS3 Interface Unit (DS1 COC) per month														

LOCAL INTERCONNECTION - Florida														
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A	
						Nonrecurring	Nonrecurring Disconnect	OSS Rates(\$)			Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Disc	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Disc
Notes: If no rate is identified in the contract, the rates, terms, and conditions for the specific service or function will be as set forth in applicable BellSouth tariff.						Rec	First Add'l	First Add'l	SOME	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Attachment: 3		Exhibit: A	
						Nonrecurring		Nonrecurring Disconnect		Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l
						Rec	First	First	Add'l	SOMAN	SOMAN	SOMAN	SOMAN
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)													
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC	Composite Rate for Local and ISP-Bound Traffic (January 4, 2003 through June 13, 2003)						0.001						
	Composite Rate for Local and ISP-Bound Traffic (June 14, 2003 through January 3, 2006)						0.0007						
LOCAL INTERCONNECTION (CALL TRANSPORT AND MTA TRAFFIC TANDem SWITCHING)													
	Tandem Switching Function Per MOU		OHD				0.0011009						
	Multiple Tandem Switching, per MOU (applies to Initial Tandem only)		OHD				0.0011009						
	Tandem Intermediary Charge, per MOU*		OHD				0.0015						
	* This charge is applicable only to tandem traffic and is applied in addition to applicable switching and/or interconnection charges.												
TRUNK CHARGE													
	Installation Trunk Side Service - per DS0		OHD		TEP++		333.28						
	Dedicated End Office Trunk Port Service per DS0**		OHD		TDE0P		56.84						
	Dedicated End Office Trunk Port Service per DS1**		OHD		OHT, OHMS		0.00						
	Dedicated Tandem Trunk Port Service per DS0**		OHD		TDE1P		0.00						
	Dedicated Tandem Trunk Port Service per DS1**		OHD		TDW0P		0.00						
	** This rate element is recovered on a per MOU basis and is included in the End Office Switching and Tandem Switching, per MOU rate elements		OHT, OHMS		TDW1P		0.00						
COMMON TRANSPORT (Shared)													
	Common Transport - Per Mile, Per MOU		OHD				0.000008						
	Common Transport - Facilities Termination Per MOU		OHD				0.0004152						
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)													
INTEROFFICE CHANNEL - DEDICATED TRANSPORT													
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Per Mile per month		OHL, OHM			1L5NF	0.0222						
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Facility Termination per month		OHL, OHM			1L5NF	17.07	79.61	36.08				
	Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month		OHL, OHM			1L5NK	0.0222						
	Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month		OHL, OHM			1L5NK	18.45	79.61	36.08				
	Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month		OHL, OHM			1L5NK	0.0222						
	Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month		OHL, OHM			1L5NK	16.45	79.61	36.08				
	Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month		OHL, OHMS			1L5NL	0.4523						
	Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month		OHL, OHMS			1L5NL	78.47	147.07	111.75				
	Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month		OHL, OHMS			1L5NM	2.72						
	Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month		OHL, OHMS			1L5NM	788.00	511.10	330.77				
LOCAL CHANNEL - DEDICATED TRANSPORT													
	Local Channel - Dedicated - 2-Wire Voice Grade per month		OHL, OHM			TEFV2	13.91	382.95	62.40				
	Local Channel - Dedicated - 4-Wire Voice Grade per month		OHL, OHM			TEFV4	14.99	368.44	64.05				
	Local Channel - Dedicated - DS1 per month		OHL			TEFHG	36.36	356.15	312.89				
	Local Channel - Dedicated - DS3 Facility Termination per month		OHL			TEFHJ	515.91	639.50	428.31				
LOCAL INTERCONNECTION MID-SPAN MEET													
	NOTE: If Access service ride Mid-Span Meet, one-half the tariffed service Local Channel rate is applicable.												
	Local Channel - Dedicated - DS1 per month		OHTMS			TEFHG	0.00	0.00					
	Local Channel - Dedicated - DS3 per month		OHTMS			TEFHJ	0.00	0.00					
MULTIPLExERS													
	Channelization - DS1 to DS0 Channel System DS3 to DS1 Channel System per month		OHL, OHMS			SATN1	126.22	193.22	123.59				
	DS3 Interface Unit (DS1 COC) per month		OHL, OHMS			SATNS	182.04	280.66	195.33				
			OHT, OHMS			SATCO	11.02	12.02	8.66				

EXHIBIT 1

LOCAL INTERCONNECTION - Georgia													
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Attachment: A		
									Incremental Charge - Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	
							Rec	Nonrecurring		OSS Rates(\$)			
							First	Nonrecurring	Disconnect	SOME	SOMAN	SOMAN	SOMAN
							First	Add'l	Add'l	SOME	SOMAN	SOMAN	SOMAN
Notes: If no rate is identified in the contract, the rates, terms, and conditions for the specific service or function will be as set forth in applicable BellSouth tariff.													

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Attachment: 3		Exhibit: A			
						Rec	Nonrecurring First Add'l	Nonrecurring Add'l	Disconnect Add'l	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)	INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC														
	Composite Rate for Local and ISP-Bound Traffic (January 4, 2003 through June 13, 2003)					0.001									
	Composite Rate for Local and ISP-Bound Traffic (June 14, 2003 through January 3, 2006)					0.0007									
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)	TANDEM SWITCHING														
	Tandem Switching Function Per MOU		OHD			0.0006772									
	Multiple Tandem Switching, per MOU (applies to initial tandem only)		OHD			0.0006772									
	Tandem Intermediary Charge, per MOU*		OHD			0.0015									
	* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.														
	TRUNK CHARGE														
	Installation Trunk Side Service - per DSO		OHD			334.09		57.12							
	Dedicated End Office Trunk Port Service per DSO**		OHD			0.00									
	Dedicated End Office Trunk Port Service per DS1**		OHD			0.00									
	Dedicated Tandem Trunk Port Service per DSO**		OHD			0.00									
	Dedicated Tandem Trunk Port Service per DS1**		OHD			0.00									
	** This rate element is recovered on a per MOU basis and is included in the End Office Switching and Tandem Switching, per MOU rate elements														
	COMMON TRANSPORT (Shared)														
	Common Transport - Per Mile, Per MOU		OHD			0.000003									
	Common Transport - Facilities Termination Per MOU		OHD			0.0007466									
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)	INTEROFFICE CHANNEL - DEDICATED TRANSPORT														
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade Per Mile per month		OHL, OHM			0.01									
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Facility Termination per month		OHL, OHM			29.11	47.34	31.78	22.77	8.75					
	Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month		OHL, OHM			0.0115									
	Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month		OHL, OHM			20.97	47.35	31.78	22.77	8.75					
	Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month		OHL, OHM			0.0115									
	Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month		OHL, OHM			20.97	47.35	31.78	22.77	8.75					
	Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month		OHI, OHIMS			0.23									
	Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month		OHI, OHIMS			96.04	105.52	98.46	23.09	20.49					
	Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month		OHI, OHIMS			4.97									
	Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month		OHI, OHIMS			1,175.15	335.40	219.24	89.57	87.75					
LOCAL CHANNEL - DEDICATED TRANSPORT	LOCAL CHANNEL - DEDICATED TRANSPORT														
	Local Channel - Dedicated - 2-Wire Voice Grade per month		TEFV2			18.57	265.78	46.96	46.79	4.96					
	Local Channel - Dedicated - 4-Wire Voice Grade per month		TEFV4			19.88	266.48	47.85	47.54	5.73					
	Local Channel - Dedicated - DS1 per month		TEFH3			40.48	209.60	176.51	30.21	21.07					
	Local Channel - Dedicated - DS3 Facility Termination per month		TEFHU			576.05	551.38	398.08	173.00	120.42					
LOCAL INTERCONNECTION MID-SPAN MEET	LOCAL INTERCONNECTION MID-SPAN MEET														
	Local Channel - Dedicated - DS1 per month		OHI, OHIMS			0.00	0.00								
	Local Channel - Dedicated - DS3 per month		OHI, OHIMS			0.00	0.00								
MULTIPLERS	MULTIPLERS														
	Channelization - DS1 to DS0 Channel System		OHI, OHIMS			113.33	101.40	71.60	13.79	13.04					
	DS3 to DS1 Channel System per month		OHI, OHIMS			158.20	199.23	118.62	50.16	48.69					
	DS3 Interface Unit (DS1 COG) per month		OHI, OHIMS			11.80	10.07	7.08							

EXHIBIT 1

LOCAL INTERCONNECTION - Kentucky

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Attachment: 3		Attachment: 3		
									Incremental Charge - Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	
Notes: If no rate is identified in the contract, the rates, terms, and conditions for the specific services or function will be as set forth in applicable BellSouth tariff.							Rec	Nonrecurring First Add'l	Nonrecurring Disconnect Add'l	SOME	SOMAN	OSS Rates(\$)	SOMAN	SOMAN	

CATEGORY	RATE ELEMENTS	Interm	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A	
						Nonrecurring		Nonrecurring Disconnect				Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l
						First	Add'l	First	Add'l						
LOCAL INTERCONNECTION - Mississippi															
	LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)														
	INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC														
	Composite Rate for Local and ISP-Bound Traffic (January 4, 2003 through June 13, 2003)														
	Composite Rate for Local and ISP-Bound Traffic (June 14, 2003 through January 3, 2006)														
	LOCAL INTERCONNECTION (CALL TRANSPORT AND MTA TRAFFIC)														
	TANDEM SWITCHING														
	Tandem Switching Function Per MOU														
	Multiple Tandem Switching, per MOU (applies to initial tandem only)														
	Tandem Intermediary Charge, per MOU*														
	* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.														
	TRUNK CHARGE														
	Installation Trunk Side Service - per DS0														
	Dedicated End Office Trunk Port Service-per DS0**														
	Dedicated End Office Trunk Port Service-per DS1**														
	Dedicated Tandem Trunk Port Service-per DS0**														
	Dedicated Tandem Trunk Port Service-per DS1**														
	** This rate element is recovered on a per MOU basis and is included in the End Office Switching and Tandem Switching, per MOU rate elements														
	COMMON TRANSPORT (Shared)														
	Common Transport - Per Mile, Per MOU														
	Common Transport - Facilities Termination Per MOU														
	LOCAL INTERCONNECTION (DEDICATED TRANSPORT)														
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT														
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Per Mile per month														
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Facility Termination per month														
	Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month														
	Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month														
	Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month														
	Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month														
	Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month														
	Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month														
	Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month														
	Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month														
	LOCAL CHANNEL - DEDICATED TRANSPORT														
	Local Channel - Dedicated - 2-Wire Voice Grade per month														
	Local Channel - Dedicated - 4-Wire Voice Grade per month														
	Local Channel - Dedicated - DS1 per month														
	Local Channel - Dedicated - DS3 Facility Termination per month														
	LOCAL INTERCONNECTION MID-SPAN MEET														
	NOTE: If Access service rate Mid-Span Meet, one-half the tariffed service Local Channel rate is applicable.														
	Local Channel - Dedicated - DS1 per month														
	Local Channel - Dedicated - DS3 per month														
	MULTIPLERS														
	Channelization - DS1 to DS0 Channel System														
	DS3 to DS1 Channel System														
	DS3 Interface Unit (DS1 COO) per month														

EXHIBIT 1

LOCAL INTERCONNECTION - Mississippi

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A	
					Nonrecurring	Nonrecurring Disconnect	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l			Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
					Rec	First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN
Note: If no rate is identified in the contract, the rates, terms, and conditions for the specific service or function will be as set forth in applicable BellSouth tariff.														

LOCAL INTERCONNECTION - North Carolina

EXHIBIT 1

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A			
									Incremental Charge - Manual Order vs. Electronic-1st	Incremental Charge - Manual Order vs. Electronic-Add'l	Incremental Charge - Manual Order vs. Electronic-Disc 1st	Incremental Charge - Manual Order vs. Electronic-Disc Add'l		
Notes: If no rate is identified in the contract, the rates, terms, and conditions for the specific service or function will be as set forth in applicable BellSouth tariff.							Rec	Nonrecurring	Nonrecurring Disconnect	OSS Rates(\$)		SOMAN	SOMAN	
							First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN

CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES (\$)		Svc Order Submitted Manually per LSR	Svc Order Submitted Elec per LSR	Attachment: 3		Exhibit: A
						Nonrecurring First	Add'l			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	
						Rec	Add'l	SOME	SOMAN	SOMAN	SOMAN	SOMAN
LOCAL INTERCONNECTION - Tennessee												
	LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)											
	INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC											
	(Composite Rate for Local and ISP-Bound Traffic (January 4, 2003 through June 13, 2003))					0.001						
	(Composite Rate for Local and ISP-Bound Traffic (June 14, 2003 through January 3, 2006))					0.0007						
	LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)											
	TANDEM SWITCHING											
	Tandem Switching Function Per MOU		OHD			0.0009778						
	Multiple Tandem Switching, per MOU (applies to initial tandem only)		OHD			0.0009778						
	Tandem Intermediary Charge, per MOU*		OHD			0.00015						
	* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.		OHD			0.00015						
	TRUNK CHARGE											
	Installation Trunk Side Services - per DSO		OHD									
	Dedicated End Office Trunk Port Service per DSO**		OHD			334.29	57.01					
	Dedicated End Office Trunk Port Service per DS1**		OHD			0.00						
	Dedicated Tandem Trunk Port Service per DSO**		OHI, OH1MS			0.00						
	Dedicated Tandem Trunk Port Service per DS1**		OHD			0.00						
	** This rate element is recovered on a per MOU basis and is included in the End Office Switching and Tandem Switching, per MOU rate elements.		OHI, OH1MS			0.00						
	COMMON TRANSPORT (Shared)											
	Common Transport - Per Mile, Per MOU		OHD			0.000064						
	Common Transport - Facilities Termination Per MOU		OHD			0.0003871						
	LOCAL INTERCONNECTION (DEDICATED TRANSPORT)											
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT											
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Per Mile per month		OHL, OHM			0.0174						
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Facility Termination per month		OHL, OHM			18.58	17.37	27.96	3.51			
	Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month		OHL, OHM			0.0174						
	Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month		OHL, OHM			17.98	17.37	27.96	3.51			
	Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month		OHL, OHM			0.0174						
	Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month		OHL, OHM			17.98	17.37	27.96	3.51			
	Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month		OHI, OH1MS			0.3562						
	Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month		OHI, OH1MS			77.86	112.40	19.55	14.99			
	Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month		OH3, OH3MS			2.34						
	Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month		OH3, OH3MS			848.99	395.29	109.04	105.91			
	LOCAL CHANNEL - DEDICATED TRANSPORT											
	Local Channel - Dedicated - 2-Wire Voice Grade per month		OHL, OHM			19.43	24.16	54.61	4.80			
	Local Channel - Dedicated - 4-Wire Voice Grade per month		OHL, OHM			20.56	24.83	55.52	5.51			
	Local Channel - Dedicated - DS1 per month		OHI			40.99	233.28	33.18	22.30			
	Local Channel - Dedicated - DS3 Facility Termination per month		OHI			611.30	304.50	215.82	151.15			
	LOCAL INTERCONNECTION MID-SPAN MEET											
	NOTE: If Access service title Mid-Span Meet, one-half the tariffed service Local Channel rate is applicable.											
	Local Channel - Dedicated - DS1 per month		OHI, OH1MS			0.00						
	Local Channel - Dedicated - DS3 per month		OHI, OH1MS			0.00						
	MULTIPLEXERS											
	Channelization - DS1 to DSO Channel System		OHI, OH1MS			80.77	141.87	44.47	42.62			
	DS3 to DS1 Channel System per month		OHI, OH1MS			222.98	308.03	108.47	4.23			
	DS3 Interface Unit (DS1 COC) per month		OHI, OH1MS			17.58	6.07	4.66				

